

FILED

AUG 08 2013

RICHARD W. WIEKING
CLERK, U.S. DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

FDL

STEVE SHANNON, derivatively on behalf
of AMYRIS, INC.,

Plaintiff,

v.

JOHN MELO, ARTHUR LEVINSON,
RALPH ALEXANDER, PHILIPPE
BOISSEAU, L. JOHN DOERR,
GEOFFREY DUYK, SAMIR KAUL,
PATRICK PICHETTE, CAROLE
PIWNICA, KEITH KINKEAD REILING,
FERNANDO REINACH, NEIL
RENNINGER, PETER BOYNTON, JOEL
CHERRY, JERYL HILLEMANN,
JEFFERSON LIEVENSE, TAMARA
TOMPKINS, and MARIO PORTELA,

Defendants,

-and-

AMYRIS, INC., a Delaware corporation,

Nominal Defendant.

CV 13 3694
Case No.:

**VERIFIED SHAREHOLDER
DERIVATIVE COMPLAINT**

DEMAND FOR JURY TRIAL

VERIFIED SHAREHOLDER DERIVATIVE COMPLAINT

1 By and through his undersigned counsel, Plaintiff Steve Shannon ("Plaintiff") brings
2 this shareholder derivative action on behalf of Amyris, Inc. ("Amyris" or the "Company") and
3 against certain current and former officers and directors of the Company for breaches of
4 fiduciary duties, unjust enrichment, corporate waste, insider trading, and aiding and abetting
5 thereof. Plaintiff makes these allegations upon personal knowledge as to those allegations
6 concerning Plaintiff and, as to all other matters, upon the investigation of counsel, which
7 includes, without limitation: a) review and analysis of public filings made by Amyris and other
8 related parties and non-parties with the U.S. Securities and Exchange Commission ("SEC"); b)
9 review and analysis of press releases and other publications disseminated by certain of the
10 Defendants and other related non-parties; c) review of news articles, shareholder
11 communications, and postings on Amyris's website concerning the Company's public
12 statements; and d) review of other publicly available information concerning Amyris and the
13 Individual Defendants (defined below).

14 I. INTRODUCTION

15 1. Amyris is a renewable products company focused on providing alternatives to
16 petroleum-sourced products. Amyris uses patented engineered microbes to convert plant-
17 based sugars into renewable chemicals, which are then used in products such as transportation
18 fuels, lubricants, cosmetics, fragrances and flavorings.

19 2. Amyris's focus has been on a particular renewable chemical trademarked as
20 Biofene™. Among other uses, Biofene can be used in biodiesel and other transportation fuels.

21 3. In order to compete with oil and other traditional fuel sources, Biofene would
22 need to be created and sold in large quantities and at competitive prices. Amyris forms joint
23 ventures with other chemical producers in order to produce Biofene at their facilities.

24 4. On February 22, 2011, the Individual Defendants caused Amyris to announce
25 that the Company had successfully completed multiple runs of Biofene in 100,000 and
26 200,000 liter capacity fermenters, and that the Company expected to commence commercial
27 production of Biofene in the second quarter of 2011, through manufacturing agreements with

1 entities including Biomin and Tate & Lyle. The Individual Defendants further caused Amyris
2 to announce that the Company had entered into additional joint venture agreements with other
3 entities.

4 5. On April 29, 2011, the Individual Defendants caused Amyris to announce that
5 the Company had successfully completed an industrial-scale facility in Brazil, to allow the
6 Company to continue sustained commercial production of Biofene. Additionally, the
7 Company would scale its production of Biofene through contract agreements with
8 manufacturers in Brazil, Europe, and the United States.

9 6. On May 5, 2011, during the Company's first quarter 2011 earnings call with
10 investors and financial analysts, the Individual Defendants continued to assure investors that
11 Amyris could produce Biofene on a commercial scale. Defendant John Melo ("Melo") stated:

12 We expect these five facilities to produce 200 million liters at target production
13 efficiency and we believe that the demand potential represented by our
14 distribution partners and current off-take agreements is over \$1 billion at annual
15 sales by 2013. Further, we expect to add to this portfolio of off-take
16 agreements substantially during the remainder of this year with active
discussions underway with customers representing an additional \$400 million
to \$600 million in annual revenue potential.

17 7. However, the Individual Defendants had no reasonable basis for this timeline or
18 their repeated optimistic statements about Biofene production, because of known, systematic
19 problems with production operations.

20 8. Despite this knowledge, the Individual Defendants continued to cause Amyris
21 to assure investors that Biofene production was operating smoothly. On August 2, 2011,
22 during the Company's second quarter 2011 earnings call with investors and financial analysts,
23 Defendant Melo stated that the Company's production plants had ramped up quickly and were
24 delivering 99% of target production volume. Defendant Melo also repeated the claim that the
25 Company expected the five production facilities together to produce over 200 million liters a
26 year.

27 9. However, on November 1, 2011, the truth began to be revealed. For the first
28 time, Defendant Melo indicated that there were problems with production, and revealed that

1 "we decided to slow down our production ramp this year to produce a total of 1 million to 2
2 million liters of farnesene and achieve a year-end run rate in the range of 700,000 liters of
3 production a month."

4 10. On this news, Amyris's stock fell 20% in one day, from \$19.36 per share on
5 November 1, 2011, to close at \$15.47 per share on November 2, 2011. By November 4, 2011,
6 the stock had fallen to \$14.05 per share.

7 11. On February 9, 2012, the Individual Defendants finally caused Amyris to admit
8 that production would be much lower than investors had been told. Defendant Melo stated
9 that Amyris would not be completing the expansion of one of its 100 million liter plants, and
10 stated:

11 Given the lower plant volume, we are no longer adhering to our previously
12 announced plan to produce 40 million liters to 50 million liters of Biofene in
13 2012. Second, we are no longer forecasting positive cash flows from
14 operations in 2012. To cover this gap, we are raising additional equity
15 financing.

16 12. On this news, Amyris's stock fell from \$9.73 per share on February 9, 2012, to
17 close at \$6.99 per share on February 10, 2012.

18 13. From approximately February 22, 2011 through February 10, 2012 (the
19 "Relevant Period"), the Individual Defendants knew that:

20 (a) manufacturing and production problems likely would have a dramatic
21 adverse impact on the Company's ability to successfully produce Biofene; and

22 (b) as a result of the false and misleading statements disseminated by the
23 Individual Defendants, the price of Amyris stock was artificially high.

24 14. Despite this knowledge, the Individual Defendants consistently misled investors
25 about Amyris's current and future business and financial condition in order to artificially
26 inflate the Company's stock price. In particular, throughout the Relevant Period, the
27 Individual Defendants made materially false and misleading statements concerning, *inter alia*,
28 the Company's production facilities and joint venture contracts, and the overall current and
future business prospects for Biofene and the Company. The Individual Defendants

1 improperly claimed that the Company was adequately addressing problems at the facility when
2 it was not, failed to disclose that these ongoing problems likely would cause the Company to
3 be unable to meet the previously announced production levels, and consistently offered
4 optimistic financial projections with no reasonable basis in fact. As a result of the Individual
5 Defendants' misleading statements, Amyris's stock traded at artificially inflated prices during
6 the Relevant Period, reaching a high of \$33.37 per share on January 31, 2011.

7 15. Throughout the Relevant Period, the Individual Defendants were forced to
8 partially disclose the truth about these issues. While these partial disclosures caused
9 temporary declines in the Company's stock price, this price remained artificially inflated
10 because the Individual Defendants hid the full truth from investors.

11 16. By May 14, 2012, as a result of loss of investor confidence due to the
12 continuing revelations that the Individual Defendants had caused the Company to issue false
13 and misleading statements, the stock's price closed at a low of just \$1.59. The stock price
14 remains far below the artificially high prices caused by the Individual Defendants' false and
15 misleading statements, closing at \$2.82 on July 22, 2013.

16 17. Certain Individual Defendants took advantage of the artificially inflated prices
17 to sell their Amyris shares for substantial proceeds. For example, before the value of Amyris
18 stock collapsed, Defendant Melo sold hundreds of thousands of shares of personally-held
19 common stock in highly unusual circumstances for proceeds of approximately \$6.42 million.
20 Altogether, Amyris insiders sold over \$21 million of personally held common stock on the
21 basis of this nonpublic, materially adverse information.

22 18. Amyris's Board of Directors (the "Board") has not, and will not commence
23 litigation against the Individual Defendants named in this complaint, let alone vigorously
24 prosecute such claims, because they face a substantial likelihood of liability to Amyris for
25 authorizing or failing to correct the false and misleading statements alleged herein.
26 Accordingly, a pre-suit demand upon Amyris's Board is a useless and futile act. Thus,
27
28

1 Plaintiff rightfully brings this action to vindicate Amyris's rights against its wayward
2 fiduciaries and hold them responsible for the damages they have caused to Amyris.

3 **II. JURISDICTION AND VENUE**

4 19. This Court has jurisdiction over all claims under 28 U.S.C. §1332 because there
5 is complete diversity among the parties and the amount in controversy exceeds the sum of
6 \$75,000, exclusive of interest and costs. This action is not a collusive action designed to
7 confer jurisdiction on a court of the United States that it would not otherwise have.

8 20. This Court has jurisdiction over each Defendant named herein because each
9 Defendant is either a corporation that conducts business in and maintains operations in this
10 District, or is an individual who has sufficient minimum contacts with this District so as to
11 render the exercise of jurisdiction by the courts of this District permissible under traditional
12 notions of fair play and substantial justice.

13 21. Venue is proper in this Court because Amyris has a substantial presence in
14 California and is headquartered in this District. Moreover, each Defendant has extensive
15 contacts with California as a director and/or officer of Amyris or otherwise, which makes the
16 exercise of personal jurisdiction over them proper.

17 **III. THE PARTIES**

18 22. Plaintiff is, and at all relevant times has been, a holder of Amyris common
19 stock. Plaintiff is a resident of Arkansas.

20 23. Nominal Defendant Amyris is incorporated in Delaware and trades on the
21 NASDAQ Stock Market ("NASDAQ") under the symbol "AMRS." The Company's
22 headquarters are located at 5885 Hollis Street, Suite 100, Emeryville, California 94608.
23 Amyris is a renewable products company focused on providing alternatives to petroleum-
24 sourced products. A copy of this complaint was given to Amyris before filing.

25 24. Defendant Melo has been Chief Executive Officer ("CEO") of the Company
26 since January 2007, and has also served as President since August 2008. Melo has also been a
27 director of the Company since January 2007. From 2011 to 2012, Melo received at least
28

1 \$5,071,147 in compensation, including stock awards, from Amyris. Melo is a citizen of
2 California.

3 25. Defendant Arthur Levinson ("Levinson") is Chairman of the Board of Amyris,
4 a position he has held since April 2010. From 2011 to 2012, Levinson received at least
5 \$238,181 in compensation, including stock awards, from Amyris. Levinson is a citizen of
6 California.

7 26. Defendant Ralph Alexander ("Alexander") served as a director of the Company
8 from 2007 until July 2013. Alexander was a member of the Company's Audit Committee
9 from March 2010 until July 2013. From 2011 to 2012, Alexander received at least \$715,409
10 in compensation, including stock awards, from Amyris. Alexander is a citizen of Texas.

11 27. Defendant Philippe Boisseau ("Boisseau") has served as a director of the
12 Company since November 2010. From 2011 to 2012, Boisseau received at least \$80,000 in
13 compensation, including stock awards, from Amyris. Boisseau is a citizen of France.

14 28. Defendant L. John Doerr ("Doerr") has served as a director of the Company
15 since May 2006. From 2011 to 2012, Doerr received at least \$692,715 in compensation,
16 including stock awards, from Amyris. Doerr is a citizen of California.

17 29. Defendant Geoffrey Duyk ("Duyk") has served as a director of the Company
18 since May 2012, and previously served as a director from May 2006 to May 2011. Duyk was
19 a member of the Company's Audit Committee until May 2011. From 2011 to 2012, Duyk
20 received at least \$552,936 in compensation, including stock awards, from Amyris. Duyk is a
21 citizen of California.

22 30. Defendant Samir Kaul ("Kaul") served as a director of the Company from May
23 2006 to May 2012. Kaul was a member of the Company's Audit Committee from May 2011
24 until May 2012. From 2011 to 2012, Kaul received at least \$643,396 in compensation,
25 including stock awards, from Amyris. Kaul is a citizen of Maryland.

26 31. Defendant Patrick Pichette ("Pichette") served as a director of the Company
27 from March 2010 to May 2013. Pichette was a member of the Company's Audit Committee
28

1 from March 2010 to May 2013. From 2011 to 2012, Pichette received at least \$274,875 in
2 compensation, including stock awards, from Amyris. Pichette is a citizen of California.

3 32. Defendant Carole Piwnica ("Piwnica") has served as a director of the Company
4 since September 2009. From 2011 to 2012, Piwnica received at least \$701,715 in
5 compensation, including stock awards, from Amyris. Piwnica is a citizen of the United
6 Kingdom.

7 33. Defendant Keith Kinkead Reiling ("Reiling") served as a director of the
8 Company from 2003 to 2006 and from July 2008 until April 2011. Reiling was a co-founder
9 of Amyris and previously held positions with the Company as President (2003 until 2008) and
10 Senior Vice President of Corporate Development (2008 until 2011). Reiling is a citizen of
11 California.

12 34. Defendant Fernando Reinach ("Reinach") has served as a director of the
13 Company since September 2008. From 2011 to 2012, Reinach received at least \$680,409 in
14 compensation, including stock awards, from Amyris. Reinach is a citizen of Brazil.

15 35. Defendant Neil Renninger ("Renninger") served as a director of the Company
16 from April 2011 to February 2013. Renninger was a co-founder of Amyris and previously
17 served as a director from 2003 until 2008, and also held positions with the Company as Vice
18 President of Development (2003 until 2007), Senior Vice President of Development (2007
19 until 2008), and Chief Technological Officer (2008 until 2013). In 2012, Renninger received
20 at least \$929,378 in compensation, including stock awards, from Amyris. Renninger is a
21 citizen of California.

22 36. Defendant Peter Boynton ("Boynton") has been the Company's Chief
23 Commercial Officer since December 2009. In 2011, Boynton received at least \$1,032,702 in
24 compensation, including stock awards, from Amyris. Boynton is a citizen of Florida.

25 37. Defendant Joel Cherry ("Cherry") is, and has been since July 2011, the
26 Company's President of Research and Development. Cherry was also the Company's Senior
27 Vice President, Research and Operations from November 2008 until May 2012. In 2012,

1 Cherry received at least \$1,087,477 in compensation, including stock awards, from Amyris.
2 Cherry is a citizen of California.

3 38. Defendant Jeryl Hilleman ("Hilleman") was the Company's Chief Financial
4 Officer from January 2008 to May 2012. In 2011, Hilleman received at least \$850,430 in
5 compensation, including stock awards, from Amyris. Hilleman is a citizen of California.

6 39. Defendant Jefferson Lievense ("Lievense") was the Company's Senior Vice
7 President, Process Development and Manufacturing from December 2007 until April 2012.
8 Lievense is a citizen of California.

9 40. Defendant Tamara Tompkins ("Tompkins") was the Company's General
10 Counsel from February 2005 until May 2012 and Secretary from November 2005 to May
11 2012. From 2011 to 2012, Tompkins received at least \$2,726,235 in compensation, including
12 stock awards, from Amyris. Tompkins is a citizen of California.

13 41. Defendant Mario Portela ("Portela") was the Company's President of Global
14 Operations from December 2009 to May 2012. From 2011 to 2012, Portela received at least
15 \$1,643,571 in compensation, including stock awards, from Amyris. Portela is a citizen of
16 Texas.

17 42. Defendants Melo, Levinson, Alexander, Boisseau, Doerr, Duyk, Kaul, Pichette,
18 Piwnica, Reiling, Reinach, Renninger, Boynton, Cherry, Hilleman, Lievense, Tompkins, and
19 Portela are referred to herein as the "Individual Defendants."

20 43. Defendants Melo, Levinson, Alexander, Boisseau, Doerr, Duyk, Kaul, Pichette,
21 Piwnica, Reiling, Reinach, and Renninger are all current or former Board members and are
22 sometimes collectively referred to herein as the "Board" or the "Director Defendants."

23 44. Defendants Melo, Renninger, Reiling, Kaul, Tompkins, Lievense, Cherry,
24 Portela, Boynton and Hilleman are sometimes collectively referred to herein as the "Insider
25 Selling Defendants."

26
27 //

1 **IV. FACTUAL ALLEGATIONS**

2 **A. Background**

3 45. Amyris was founded in 2003 by a group of scientists at the University of
4 California, Berkeley. Amyris's first milestone was in 2005, when the Company's scientists
5 developed technology to produce artemisinic acid, a precursor to artemisinin, an effective anti-
6 malarial drug.

7 46. Following the Company's success with semi-synthetic artemisinin, Amyris
8 applied its industrial synthetic biology technology to provide alternatives to petroleum-sourced
9 products. Amyris uses patented engineered microbes to convert plant-based sugars into
10 renewable chemicals, which are then used in products such as transportation fuels, lubricants,
11 cosmetics, fragrances and flavorings.

12 47. Amyris focused its development on a particular renewable chemical
13 trademarked as Biofene, Amyris's brand of renewable farnesene. Among other uses, Biofene
14 can be used in biodiesel and other transportation fuels.

15 48. In September 2010, the Company launched its initial public offering ("IPO") of
16 5.3 million shares priced at \$16.00 per share. At the time of the IPO, Defendant Melo
17 explained that Amyris was focusing on Brazil and its resources of sugar cane to use for
18 production, since "Brazil is like the Saudi Arabia of biomass."

19 49. In order to compete with oil and other traditional fuel sources, Amyris would
20 need to create and sell biofuel products in large quantities and at competitive prices. Amyris
21 relied on joint venture agreements with chemical producers in order to use their facilities for
22 Biofene production.

23 **B. False and Misleading Statements**

24 50. On February 22, 2011, the Individual Defendants caused Amyris to issue a
25 press release titled "Amyris Technology Performs Successfully at Industrial Scale," which
26 announced that the Company had successfully completed multiple runs of Biofene in large
27

1 capacity fermentors, and that the Company expected to commence commercial production of
2 Biofene in the second quarter of 2011. Specifically, the press release stated that:

3 EMERYVILLE, Calif.--(BUSINESS WIRE)--Amyris, Inc. (NASDAQ:
4 AMRS) announced today that it has completed multiple runs of its fermentation
5 process using Amyris engineered yeast to produce Biofene™, Amyris
6 renewable farnesene, in 100,000 and 200,000 liter capacity fermentors. These
7 runs were completed through contract manufacturing operations in North
8 America and Europe. The results of these fermentation runs, including yields,
9 were consistent with previous runs at smaller scale.

10 "These runs significantly de-risk our operations at industrial scale," said Jeff
11 Lievense, senior vice president of process development and manufacturing at
12 Amyris. "These experiences have given us valuable insight into how our yeast
13 will perform at commercial scale, and the fact that our yeast performance
14 translated from lab to industrial scale is a strong testament to our technology
15 and the capability of our scientists and engineers."

16 Amyris expects to commence commercial production of Biofene in the second
17 quarter of 2011 and ramp production through manufacturing arrangements with
18 entities including Biomin and Tate & Lyle. In addition, Amyris and Grupo São
19 Martinho, a leading sugar and ethanol producer in Brazil, have commenced site
20 preparation on their joint venture production facility at Usina São Martinho. All
21 of these facilities will utilize fermentors with capacities ranging between
22 100,000 and 600,000 liters.

23 51. On February 28, 2011, the Company reported its financial results for the fourth
24 quarter and year ended December 31, 2010. In a press release issued the same day, Defendant
25 Melo reported that:

26 We met all of our publicly-stated milestones for our first full quarter as a public
27 company, and delivered additional product partnerships as well. We have
28 entered 2011 well-positioned to move into industrial-scale production and sales
of our first renewable products, beginning with squalane for cosmetics and
followed by lubricants.

52. On March 3, 2011, the Individual Defendants caused Amyris to announce that
the Company had entered into a contract manufacturing agreement with Antibióticos, S.A., to
produce farnesene in Spain. As announced in the press release:

This is Amyris's fourth farnesene production agreement. The first was to
establish a joint venture with Grupo São Martinho at their flagship mill, Usina
São Martinho. In addition, Amyris has contracted for production capacity at
the facilities of Biomin GMBH and Tate & Lyle Ingredients Americas, Inc., an
affiliate of Tate & Lyle PLC. Finally, Amyris has entered into an agreement
with Glycotech, Inc. to provide finishing services to convert the Amyris
Biofene into other products, including squalane, lubricants and diesel.

1 "This agreement with Antibióticos should allow us to reach our target initial
2 production levels and meet customer demand for our near-term product
3 offerings," said John Melo, CEO of Amyris. "We have been very impressed
4 with the world-class technical expertise in aseptic fermentation at Antibióticos,
and are looking forward to leverage this as we build up our commercial
production capability."

5 53. On March 21, 2011, the Individual Defendants caused Amyris to announce that
6 the Company had entered into a joint venture agreement for the North American market with
7 U.S. Venture, Inc., for the production, marketing and distribution of lubricants using Amyris's
8 synthetic renewable base oils derived from Biofene.

9 54. On March 22, 2011, the Individual Defendants caused Amyris to announce that
10 the Company had entered into a manufacturing agreement with a company in Brazil to produce
11 Amyris products. The press release issued that day stated:

12 Amyris, Inc. (NASDAQ:AMRS) announced today that it has entered into a
13 manufacturing agreement with Paraíso Bioenergia S.A., a renewable energy
14 company producing sugar, ethanol and electricity headquartered in São Paulo
15 State, Brazil. Under the agreement, Amyris will construct fermentation and
16 separation capacity to produce Amyris products and Paraíso will supply sugar
cane juice and other utilities; Amyris will retain the full economic benefits
enabled by the sale of Amyris renewable products over the lower of sugar or
ethanol alternatives.

17 The new production facility will be designed to process juice from up to one
18 million tons of cane annually. By leveraging Paraíso's infrastructure and
19 feedstock, Amyris expects to be able to begin production at the location in
20 2012.

21 "With our success to date in running our technology at industrial scale, we are
22 now able to enter into a broader range of production arrangements to support
23 commercialization of our products," said John Melo, CEO of Amyris. "Our
24 agreement with Paraíso, an established and respected cane processor, gives us
25 another springboard to move quickly to commercial scale production."

26 "Paraíso is increasingly looking to diversify the uses of sugar cane," said Dario
27 Gaeta, CEO of Paraíso. "Amyris's facility emphasizes Paraíso's leadership in
28 leveraging new technologies."

The Paraíso-based operation represents Amyris's fifth production agreement at
locations spanning three continents. Amyris expects to begin contract
manufacturing production this year in Brazil at Biomin GMBH, in the U.S. with
Tate & Lyle Ingredients Americas, Inc., an affiliate of Tate & Lyle PLC and in

Spain with Antibióticos. In 2012, Amyris expects to commence production at Paraíso and SMA Indústria Química S.A., Amyris's joint venture with Grupo São Martinho. Amyris plans to produce Biofene™, Amyris's renewable farnesene, at these facilities and then sell the farnesene directly to industrial customers or chemically finish it into a range of final products. Currently, Amyris is performing finishing under an agreement with Glycotech, Inc.

55. On April 29, 2011, the Individual Defendants caused Amyris to issue a press release titled "Amyris's First Commercial Production Facility Complete and Operational," announcing that the Company had successfully completed an industrial-scale facility in Brazil, to allow the Company to continue sustained commercial production of Biofene. The press release stated that:

Amyris, Inc., (NASDAQ:AMRS), a renewable chemicals and fuels company, today announced the completion of the first industrial-scale facility for the production of Biofene™, Amyris's renewable farnesene. The production facility is located in Piracicaba, São Paulo, Brazil at a facility owned by Biomin do Brasil Nutrição Animal Ltda., a company focusing on animal nutrition. Amyris will operate the production facility and expects to begin Biofene production in May. To produce Biofene, Amyris feeds sugar cane syrup into three dedicated 200,000 liter fermentors containing Amyris proprietary yeast. The yeast digest the syrup feedstock and produce farnesene, which is then separated and purified. Biofene may then be sold directly into industrial applications or put through simple chemical finishing steps to form a broad range of renewable products including squalane, base oil and finished lubricants and diesel.

To achieve production at full industrial scale, Amyris has developed an integrated scale-up process which connects ongoing advances in Amyris research with industrial-scale production. By miniaturizing process conditions found in production-scale fermentors, Amyris has been able to translate yeast performance successfully from discovery to production. Amyris further controls scale-up by testing performance in its pilot plant in Emeryville, Calif., followed by vetting in a second pilot plant and a demonstration facility in Amyris's operations in Campinas, Brazil. Earlier this year, Amyris tested its yeast strains and process in several runs at 100,000 and 200,000 liter scale and generated results that were consistent with previous runs at smaller scale.

"The completion of our first Biofene production facility is a landmark not only for Amyris but also for the renewable products sector," said John Melo, CEO of Amyris. "With this milestone, we are demonstrating that engineered yeast may be used to produce high-value hydrocarbon molecules on a commercial scale. This achievement reinforces our goal of providing No Compromise®

1 renewable alternatives to petroleum to transform the chemicals industry, extend
2 the world's fuel supply and contribute to the betterment of our environment."

3 Amyris is scaling its production through contract agreements with
4 manufacturers located in Brazil, Europe and the United States, and has five
5 production agreements in place including contract agreements with Antibioticós
6 S.A., Biomin, Paraíso Bioenergia S.A., Tate & Lyle Ingredients Americas, Inc.,
an affiliate of Tate & Lyle PLC, and a joint venture with Usina São Martinho
S.A., one of the largest sugar and ethanol producers in Brazil. Amyris has also
established finishing capabilities with Glycotech, Inc.

7 56. On May 5, 2011, the Company reported its financial results for the first quarter
8 ended March 31, 2011, and reported that the Company's balance of cash, cash equivalents and
9 marketable securities was \$227.2 million, versus \$257.9 million at the end of the prior quarter.

10 In a press release issued the same day, Defendant Melo reported that:

11 We continue to meet our critical milestones, including delivering our first
12 renewable product to customers and completing our first commercial
13 production facility. These achievements clearly communicate that we have
14 become a commercial operation, and our focus as a company is to ramp up our
operations quickly to meet customer demand and deliver a growing portfolio of
high-value, renewable products.

15 57. Also on the same day, during the Company's first quarter 2011 earnings call
16 with investors and financial analysts, the Individual Defendants continued to assure investors
17 that Amyris could produce Biofene on a commercial scale. Defendant Melo stated:

18 We expect these five facilities to produce 200 million liters at target production
19 efficiency and we believe that the demand potential represented by our
20 distribution partners and current off-take agreements is over \$1 billion at annual
21 sales by 2013. Further, we expect to add to this portfolio of off-take
22 agreements substantially during the remainder of this year with active
23 discussions underway with customers representing an additional \$400 million
24 to \$600 million in annual revenue potential.

25 58. However, the Individual Defendants had no reasonable basis for either this
26 timeline or their repeated optimistic statements about Biofene production, because of known,
27 systematic problems with production operations. Despite this knowledge, the Individual
28 Defendants continued to cause Amyris to assure investors that Biofene production was
operating smoothly.

1 59. On July 25, 2011, the Individual Defendants caused the Company to announce
2 that commercial production of Biofene would increase through a second industrial-scale
3 production facility. As stated in the press release issued that day:

4 Amyris, Inc. (NASDAQ:AMRS) announced the commissioning of its second
5 industrial-scale facility for the production of Biofene™, Amyris's renewable
6 farnesene. The production facility is located in León, Spain at a facility owned
7 by Antibióticos, S.A. Amyris is currently producing Biofene using Amyris
8 equipment at a facility owned by Biomin do Brasil Nutrição Animal Ltda. in
9 Piracicaba, Brazil.

10 Amyris plans to sell Biofene directly for use in industrial applications or to
11 apply simple chemical finishing steps to Biofene to form a broad range of
12 renewable products including squalane, base oil and finished lubricants and
13 diesel.

14 "We are pleased to ramp up Biofene volume with our second commercial
15 production facility," said John Melo, CEO of Amyris. "We are seeing strong
16 customer demand for squalane and our renewable diesel, and this increase in
17 production also supports our expected near-term commercialization of Amyris
18 base oils."

19 Amyris is scaling its production through agreements with manufacturers located
20 in Brazil, Europe and the United States, and has five production agreements in
21 place including contract manufacturing agreements with Antibióticos, Biomin,
22 Paraíso Bioenergia Ltda., Tate & Lyle Ingredients Americas, Inc., an affiliate of
23 Tate & Lyle PLC, and a joint venture with Usina São Martinho, one of the
24 largest sugar and ethanol producers in Brazil. Amyris has also established
25 chemical finishing capabilities under a production agreement with Glycotech,
26 Inc.

27 60. On August 2, 2011, the Company reported its financial results for the second
28 quarter ended June 30, 2011. In a press release issued the same day, Amyris announced that it
had entered into a term sheet with Total Gas & Power USA SAS, an affiliate of Total S.A., to
expand the current collaboration and to form a joint venture to commercialize Amyris No
Compromise® Renewable Diesel and provide capital for the acquisition and construction of
dedicated production facilities. In the press release, Defendant Melo stated:

We are very excited to be expanding our relationship with Total, and view this
as an affirmation of our technologies and products by a partner who has come
to know us well. We expect that our partnership with Total has the potential to
reduce our net cash operating expenditures by as much as \$100 million through

1 2013. We are growing other current relationships as well, including the recent
2 formation of our lubricants joint venture with Cosan and the addition of a third
3 product with Firmenich, and have added agreements with four new customers
4 — Wilmar, Kuraray and the São Paulo and Rio bus fleets. Finally, we are
supporting this demand activity with our progress in production; we are now
producing Biofene™ at Biomin and at Antibióticos. Overall, we feel this has
been a transformative quarter for Amyris.

5 61. Also on the same day, during the Company's second quarter 2011 earnings call
6 with investors and financial analysts, Defendant Melo stated that the Company's production
7 plants had ramped up quickly and were delivering 99% of target production volume.
8 Defendant Melo also repeated the claim that the Company expected the five production
9 facilities together to produce over 200 million liters a year.

10 **C. The Truth is Revealed**

11 62. On November 1, 2011, the truth began to be revealed when the Company
12 reported its financial results for the third quarter ended September 30, 2011, stating that the
13 Company's balance at the end of the third quarter of cash, cash equivalents and marketable
14 securities was down to \$123.8 million.

15 63. For the first time, during the Company's third quarter 2011 earnings call with
16 investors and financial analysts, Defendant Melo indicated that there were problems with
17 production, and revealed that "we decided to slow down our production ramp this year to
18 produce a total of 1 million to 2 million liters of farnesene and achieve a year-end run rate in
19 the range of 700,000 liters of production a month."

20 64. On this news, Amyris's stock fell 20% in one day, from \$19.36 per share on
21 November 1, 2011, to close at \$15.47 per share on November 2, 2011. By November 4, 2011,
22 the stock had fallen to \$14.05 per share.

23 65. On February 9, 2012, the Individual Defendants finally caused Amyris to admit
24 that production would be much lower than investors had been told, that the Company would
25 not have positive cash flow in 2012, and that the Company would discontinue issuing
26 production targets, and instead give regular updates on performance. Defendant Melo stated
27

1 that Amyris would not be completing the expansion of one of its 100 million liter plants, and
2 stated:

3 Given the lower plant volume, we are no longer adhering to our previously
4 announced plan to produce 40 million liters to 50 million liters of Biofene in
5 2012. Second, we are no longer forecasting positive cash flows from
6 operations in 2012. To cover this gap, we are raising additional equity
7 financing.

8 66. On this news, Amyris's stock fell from \$9.73 per share on February 9, 2012, to
9 close at \$6.99 per share on February 10, 2012.

10 67. On February 27, 2012, the Individual Defendants caused the Company to
11 announce that it had completed a \$58.7 million private placement of common stock, priced at
12 \$5.78 per share, based on the closing price for Amyris common stock of \$5.77 per share on
13 February 22, 2012.

14 68. On February 27, 2012, the Company reported its financial results for the fourth
15 quarter and year ended December 31, 2011, and reported that the Company's balance of cash,
16 cash equivalents and marketable securities was down to \$103.6 million. In a press release
17 issued the same day, Defendant Melo stated that:

18 2011 was a year of accomplishment and learning. We opened three facilities on
19 three continents to produce initial volumes of Biofene®, our renewable
20 farnesene, and have now produced over 1.3 million liters of Biofene, which we
21 are selling initially as squalane and diesel. We have proven that our technology
22 produces renewable hydrocarbons at scale and continue to meet our current
23 customer demand for quality and performance. With the additional financing
24 we have secured, we have a strong position to ramp our production to meet the
25 needs of an expanding group of customers.

26 69. Despite the false and misleading statements made to investors during the
27 Relevant Period, the Individual Defendants knew that:

28 (c) manufacturing and production problems likely would have a dramatic
adverse impact on the Company's ability to successfully produce Biofene; and

(d) as a result of the false and misleading statements disseminated by the
Individual Defendants, the price of Amyris stock was artificially high.

70. Despite their knowledge, the Individual Defendants consistently misled
investors about Amyris's current and future business and financial condition in order to

1 artificially inflate the Company's stock price. In particular, throughout the Relevant Period,
2 the Individual Defendants made materially false and misleading statements concerning, *inter*
3 *alia*, the Company's production facilities and joint venture contracts, and the overall current
4 and future business prospects for Biofene and the Company. The Individual Defendants
5 improperly claimed that the Company was adequately addressing problems at the facility when
6 it was not, failed to disclose that these ongoing problems likely would cause the Company to
7 be unable to meet the previously announced production levels, and consistently offered
8 optimistic financial projections with no reasonable basis in fact. As a result of the Individual
9 Defendants' misleading statements, Amyris's stock traded at artificially inflated prices during
10 the Relevant Period, reaching a high of \$33.37 per share on January 31, 2011.

11 71. At different times throughout the Relevant Period, the Individual Defendants
12 were forced to partially disclose the truth about these issues. While these partial disclosures
13 caused temporary declines in the Company's stock price, this price remained artificially
14 inflated because the Individual Defendants hid the full truth from investors.

15 72. By May 14, 2012, as a result of loss of investor confidence due to the
16 continuing revelations that the Individual Defendants had caused the Company to issue false
17 and misleading statements, Amyris's stock price closed at a low of just \$1.59.

18 73. However, the Individual Defendants continued to cause Amyris to mislead
19 investors and to continue to make false and misleading statements about the Company's
20 current and future business and financial condition. For example, during the earnings
21 conference call with investors on July 31, 2012 reporting financial results for the second
22 quarter of 2012, Defendant Melo stated:

23 What you should expect from us through the end of the year is additional
24 funding, successful commissioning of Paraíso, a steady increase in renewable
25 product sales from inventory on hand and a continued reduction in our cash
26 burn.

27 74. Yet throughout 2012, Amyris continued to report disappointing results. On
28 February 19, 2013, the Company reported its financial results for the fourth quarter and year
ended December 31, 2012, and reported that the Company's balance of cash, cash equivalents

and marketable securities was down to \$30.7 million. Although renewable product sales were \$10.8 million for the year compared to \$0.8 million for the prior year, aggregate revenues for the year ended December 31, 2012 were \$73.7 million versus \$147.0 million in the prior year, and aggregate revenues for the quarter ended December 31, 2012 were \$5.9 million versus \$41.5 million in the fourth quarter of 2011, due to the Company's transition out of the ethanol and ethanol-blended gasoline business, which was completed in the third quarter of 2012.

75. The Company's stock price remains far below the artificially high prices caused by the Individual Defendants' false and misleading statements, closing at \$2.76 on August 1, 2013.

D. Insider Selling

76. Certain Individual Defendants took advantage of the artificially inflated prices to sell their Amyris shares for substantial proceeds. These Insider Selling Defendants sold over \$21 million of personally held common stock during the Relevant Period, as detailed in the following table:

Name	Date	Shares	Price	Total
Boynton, Peter	4/5/2011	21,400	\$ 27.11	\$ 580,154.00
	4/5/2011	100	\$ 27.93	\$ 2,793.00
	4/5/2011	21,500	\$ 9.32	\$ 200,380.00
	5/9/2011	7,200	\$ 24.87	\$ 179,064.00
	5/9/2011	7,200	\$ 9.32	\$ 67,104.00
	5/26/2011	14,300	\$ 29.69	\$ 424,567.00
	5/26/2011	14,300	\$ 9.32	\$ 133,276.00
				\$ 1,587,338.00
Cherry, Joel	3/28/2011	5,000	\$ 27.13	\$ 135,650.00
	3/28/2011	5,000	\$ 4.31	\$ 21,550.00
	3/29/2011	3,000	\$ 28.08	\$ 84,240.00
	3/29/2011	3,000	\$ 4.31	\$ 12,930.00
	5/9/2011	5,000	\$ 25.01	\$ 125,050.00
	5/9/2011	5,000	\$ 4.31	\$ 21,550.00
	5/26/2011	5,000	\$ 28.63	\$ 143,150.00

	5/26/2011	1,621	\$ 29.89	\$ 48,451.69
	5/26/2011	6,621	\$ 4.31	\$ 28,536.51
	5/27/2011	914	\$ 29.89	\$ 27,319.46
	5/27/2011	914	\$ 4.31	\$ 3,939.34
	6/21/2011	3,068	\$ 29.90	\$ 91,733.20
	6/21/2011	3,068	\$ 4.31	\$ 13,223.08
	6/24/2011	4,397	\$ 29.89	\$ 131,426.33
	6/24/2011	4,397	\$ 4.31	\$ 18,951.07
	6/27/2011	4,800	\$ 29.75	\$ 142,800.00
	6/27/2011	200	\$ 30.37	\$ 6,074.00
	6/27/2011	5,000	\$ 4.31	\$ 21,550.00
	8/8/2011	4,500	\$20.05	\$ 90,225.00
	8/8/2011	4,500	\$4.31	\$ 19,395.00
	8/26/2011	4,000	\$18.35	\$ 73,400.00
	8/26/2011	4,000	\$4.31	\$ 17,240.00
	8/29/2011	500	\$19.89	\$ 9,945.00
	8/29/2011	500	\$ 4.31	\$ 2,155.00
	9/26/2011	4,500	\$ 19.47	\$ 87,615.00
	9/26/2011	4,500	\$ 4.31	\$ 19,395.00
				\$ 1,833,557.68
Hilleman, Jeryl	4/15/2011	19,885	\$ 26.28	\$ 522,577.80
	4/15/2011	16,115	\$ 26.28	\$ 423,502.20
	4/15/2011	19,885	\$ 3.93	\$ 78,148.05
	5/18/2011	2,576	\$ -	\$ -
	5/18/2011	3,000	\$ 28.00	\$ 84,000.00
	5/18/2011	2,576	\$ 3.93	\$ 10,123.68
	5/19/2011	6,401	\$ 3.93	\$ 25,155.93
	5/19/2011	6,401	\$ -	\$ -
	5/19/2011	6,401	\$ 28.00	\$ 179,228.00
	5/20/2011	3,599	\$ -	\$ -
	5/20/2011	3,599	\$ 28.00	\$ 100,772.00
	5/20/2011	3,599	\$ 3.93	\$ 14,144.07
				\$ 1,437,651.73
Kaul, Samir	3/9/2011	1,712	\$ -	\$ -
	5/12/2011	6,670	\$ 25.83	\$ 172,286.10
	6/2/2011	490,776	\$ -	\$ -
	6/8/2011	49,077	\$ -	\$ -
	6/13/2011	10,010	\$ 28.53	\$ 285,585.30
	7/12/2011	6,665	\$27.33	\$ 182,154.45

	8/12/2011	6,665	\$ 19.93	\$ 132,833.45
	9/13/2011	16,665	\$ 18.00	\$ 299,970.00
	10/12/2011	16,665	\$ 16.36	\$ 272,639.40
				\$ 1,345,468.70
Lievense, Jefferson	4/5/2011	12,000	\$ 27.11	\$ 325,320.00
	4/6/2011	14,000	\$ 28.00	\$ 392,000.00
	4/5/2011	12,000	\$ 3.93	\$ 47,160.00
	4/6/2011	14,000	\$ 3.93	\$ 55,020.00
	5/9/2011	23,900	\$ 24.88	\$ 594,632.00
	5/9/2011	100	\$ 25.40	\$ 2,540.00
	5/9/2011	24,000	\$ 3.93	\$ 94,320.00
	5/19/2011	12,000	\$ 27.72	\$ 332,640.00
	5/19/2011	12,000	\$ 3.93	\$ 47,160.00
	6/6/2011	8,000	\$ 29.30	\$ 234,400.00
	6/6/2011	8,000	\$ 3.93	\$ 31,440.00
				\$ 2,156,632.00
Melo, John	3/28/2011	56,000	\$ 27.09	\$ 1,517,040.00
	3/29/2011	53,100	\$ 27.98	\$ 1,485,738.00
	3/28/2011	56,000	\$ 0.28	\$ 15,680.00
	3/29/2011	53,100	\$ 0.28	\$ 14,868.00
	6/30/2011	11,900	\$ 28.19	\$ 335,461.00
	6/30/2011	11,900	\$ 0.28	\$ 3,332.00
	7/1/2011	19,970	\$ 28.05	\$ 560,158.50
	7/1/2011	19,970	\$ 0.28	\$ 5,591.60
	7/5/2011	8,000	\$ 27.88	\$ 223,040.00
	7/5/2011	8,000	\$ 0.28	\$ 2,240.00
	7/6/2011	4,500	\$ 28.21	\$ 126,945.00
	7/6/2011	4,500	\$ 0.28	\$ 1,260.00
	7/7/2011	7,000	\$27.97	\$ 195,790.00
	7/7/2011	7,000	\$0.28	\$ 1,960.00
	7/8/2011	6,000	\$28.28	\$ 169,680.00
	7/8/2011	6,000	\$ 0.28	\$ 1,680.00
	8/8/2011	18,400	\$ 20.04	\$ 368,736.00
	8/8/2011	100	\$ 20.55	\$ 2,055.00
	8/8/2011	18,500	\$ 0.28	\$ 5,180.00
	8/9/2011	19,809	\$ 19.66	\$ 389,444.94
	8/9/2011	3,991	\$ 20.43	\$ 81,536.13
	8/9/2011	23,800	\$ 0.28	\$ 6,664.00

	8/10/2011	27,400	\$ 20.01	\$ 548,274.00
	8/10/2011	100	\$ 20.67	\$ 2,067.00
	8/10/2011	27,500	\$ 0.28	\$ 7,700.00
	10/10/2011	20,000	\$ 17.21	\$ 344,200.00
	10/10/2011	20,000	\$ 0.28	\$ 5,600.00
				\$ 6,421,921.17
Portela, Mario	4/15/2011	1,389	\$ 26.84	\$ 37,280.76
	6/24/2011	8,200	\$ 30.00	\$ 246,000.00
	6/24/2011	8,200	\$ 9.32	\$ 76,424.00
	6/27/2011	12,394	\$ 30.12	\$ 373,307.28
	6/27/2011	12,394	\$ 9.32	\$ 115,512.08
				\$ 848,524.12
Reiling, Keith	4/6/2011	35,000	\$ 27.86	\$ 975,100.00
				\$ 975,100.00
Renninger, Neil	4/7/2011	25,000	\$ 27.29	\$ 682,250.00
	5/9/2011	24,900	\$ 24.77	\$ 616,773.00
	5/9/2011	100	\$ 25.38	\$ 2,538.00
	6/7/2011	7,000	\$ 29.13	\$ 203,910.00
	6/8/2011	18,000	\$ 28.89	\$ 520,020.00
	6/21/2011	200	\$ 29.98	\$ 5,996.00
	7/7/2011	7,000	\$27.97	\$ 195,790.00
	7/8/2011	5,512	\$28.23	\$ 155,603.76
	7/8/2011	100	\$28.71	\$ 2,871.00
	7/11/2011	5,300	\$27.97	\$ 148,241.00
	7/12/2011	7,088	\$27.22	\$ 192,935.36
	8/8/2011	18,500	\$20.05	\$ 370,925.00
	8/9/2011	6,400	\$19.78	\$ 126,592.00
	8/9/2011	100	\$20.37	\$ 2,037.00
	9/7/2011	20,000	\$19.30	\$ 386,000.00
	9/16/2011	5,000	\$19.98	\$ 99,900.00
	10/7/2011	19,900	\$17.47	\$ 347,653.00
	10/7/2011	100	\$18.20	\$ 1,820.00
				\$ 4,061,855.12
Tompkins, Tamara	3/28/2011	5,000	\$ 27.15	\$ 135,750.00
	3/29/2011	10,000	\$ 28.00	\$ 280,000.00
	5/9/2011	17,175	\$ 24.88	\$ 427,314.00

	6/9/2011	9,500	\$ 28.55	\$ 271,225.00
	6/10/2011	7,496	\$ 28.80	\$ 215,884.80
	6/10/2011	179	\$ 29.13	\$ 5,214.27
	7/11/2011	5,300	\$27.98	\$ 148,294.00
	7/12/2011	7,350	\$27.20	\$ 199,920.00
				\$ 1,683,602.07
Total				\$ 21,915,587.59

V. DUTIES OF THE INDIVIDUAL DEFENDANTS

A. Fiduciary Duties

77. By reason of their positions as officers, directors, and/or fiduciaries of Amyris and because of their ability to control the business and corporate affairs of Amyris, the Individual Defendants owed and owe the Company and its shareholders fiduciary obligations of trust, loyalty, good faith, and due care, and were and are required to use their utmost ability to control and manage Amyris in a fair, just, honest, and equitable manner. The Individual Defendants were and are required to act in furtherance of the best interests of Amyris and its shareholders so as to benefit all shareholders equally and not in furtherance of their personal interest or benefit.

78. Each director and officer of the Company owes to Amyris and its shareholders the fiduciary duty to exercise good faith and diligence in the administration of the affairs of the Company and in the use and preservation of its property and assets, and the highest obligations of fair dealing. In addition, as officers and/or directors of a publicly held company, the Individual Defendants had a duty to promptly disseminate accurate and truthful information with regard to the Company's operations, performance, management, projections, and forecasts so that the market price of the Company's stock would be based on truthful and accurate information.

B. Control, Access, And Authority

79. The Individual Defendants, because of their positions of control and authority as directors and/or officers of Amyris, were able to and did, directly and/or indirectly, exercise

1 control over the wrongful acts complained of herein, as well as the contents of the various
2 public statements issued by Amyris.

3 80. Because of their advisory, executive, managerial, and directorial positions with
4 Amyris, each of the Individual Defendants had access to adverse, non-public information
5 about the financial condition, operations, and improper representations of Amyris.

6 81. At all times relevant hereto, each of the Individual Defendants was the agent of
7 each of the other Individual Defendants and of Amyris, and was at all times acting within the
8 course and scope of such agency.

9 **C. Reasonable And Prudent Supervision**

10 82. To discharge their duties, the officers and directors of Amyris were required to
11 exercise reasonable and prudent supervision over the management, policies, practices and
12 controls of the financial affairs of the Company. By virtue of such duties, the officers and
13 directors of Amyris were required to, among other things:

14 (a) ensure that the Company complied with its legal obligations and requirements,
15 including acting only within the scope of its legal authority and disseminating truthful and
16 accurate statements to the investing public;

17 (b) conduct the affairs of the Company in an efficient, business-like manner so as
18 to make it possible to provide the highest quality performance of its business, to avoid wasting
19 the Company's assets, and to maximize the value of the Company's stock;

20 (c) properly and accurately guide investors and analysts as to the true financial
21 condition of the Company at any given time, including making accurate statements about the
22 Company's financial results;

23 (d) remain informed as to how Amyris conducted its operations, and, upon receipt
24 of notice or information of imprudent or unsound conditions or practices, make reasonable
25 inquiry in connection therewith, and take steps to correct such conditions or practices and
26 make such disclosures as necessary to comply with securities laws; and

1 (e) ensure that Amyris was operated in a diligent, honest, and prudent manner in
2 compliance with all applicable laws, rules, and regulations.

3 **VI. BREACHES OF DUTIES**

4 83. Each Individual Defendant, by virtue of his or her position as a director and/or
5 officer, owed to Amyris and its shareholders the fiduciary duty of loyalty and good faith and
6 the exercise of due care and diligence in the management and administration of the affairs of
7 Amyris, as well as in the use and preservation of its property and assets. The conduct of the
8 Individual Defendants complained of herein involves a knowing and culpable violation of their
9 obligations as directors and officers of Amyris, the absence of good faith on their part, and a
10 reckless disregard for their duties to Amyris and its shareholders that the Individual
11 Defendants were aware or should have been aware posed a risk of serious injury to Amyris.

12 84. The Individual Defendants each breached their duty of loyalty and good faith
13 by allowing Defendants to cause, or by themselves causing, the Company to make false and/or
14 misleading statements that misled shareholders into believing that the Company's current and
15 future business prospects would not be adversely impacted by the manufacturing and
16 production problems affecting the Company's ability to successfully produce Biofene. In
17 addition, as a result of the Individual Defendants' illegal actions and course of conduct, the
18 Company is now the subject of a class action lawsuit that alleges violations of the federal
19 securities laws. As a result, Amyris has expended, and will continue to expend, significant
20 sums of money to rectify Defendants' wrongdoing.

21 **VII. CONSPIRACY, AIDING AND ABETTING, AND CONCERTED ACTION**

22 85. In committing the wrongful acts alleged herein, the Individual Defendants have
23 pursued, or joined in the pursuit of, a common course of conduct, and have acted in concert
24 with and conspired with one another in furtherance of their wrongdoing. The Individual
25 Defendants further aided and abetted and/or assisted each other in breaching their respective
26 duties.

1 86. During all times relevant hereto, the Individual Defendants collectively and
2 individually initiated a course of conduct that was designed to mislead shareholders into
3 believing that the Company's current and future business conditions would not be adversely
4 impacted by the manufacturing and production problems affecting the Company's ability to
5 successfully produce Biofene. In furtherance of this plan, conspiracy, and course of conduct,
6 the Individual Defendants collectively and individually took the actions set forth herein.

7 87. The purpose and effect of the Individual Defendants' conspiracy, common
8 enterprise, and/or common course of conduct was, among other things, to: (a) disguise the
9 Individual Defendants' violations of law, including breaches of fiduciary duty and unjust
10 enrichment; and (b) disguise and misrepresent the Company's future business prospects.

11 88. The Individual Defendants accomplished their conspiracy, common enterprise,
12 and/or common course of conduct by causing the Company to purposefully, recklessly, or
13 negligently release improper statements. Because the actions described herein occurred under
14 the authority of the Board, each of the Individual Defendants was a direct, necessary, and
15 substantial participant in the conspiracy, common enterprise, and/or common course of
16 conduct complained of herein.

17 89. Each of the Individual Defendants aided and abetted and rendered substantial
18 assistance in the wrongs complained of herein. In taking such actions to substantially assist
19 the commissions of the wrongdoing complained of herein, each Individual Defendant acted
20 with knowledge of the primary wrongdoing, substantially assisted the accomplishment of that
21 wrongdoing, and was aware of his or her overall contribution to and furtherance of the
22 wrongdoing.

23 **VIII. DAMAGES TO AMYRIS**

24 90. As a result of the Individual Defendants' wrongful conduct, Amyris
25 disseminated false and misleading statements. The improper statements have devastated
26 Amyris's credibility. Additionally, Amyris is now the subject of a securities fraud class action
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28

lawsuit. The Company will face substantial costs in connection with this lawsuit, including expenses defending the suit and damages from a possible judgment or settlement.

91. As a direct and proximate result of the Individual Defendants' actions as alleged above, Amyris's market capitalization has been substantially damaged.

92. Further, as a direct and proximate result of the Individual Defendants' conduct, Amyris has expended and will continue to expend significant sums of money. Such expenditures include, but are not limited to:

a. costs incurred in investigating and defending Amyris and certain officers in the pending securities class action lawsuit, plus potentially hundreds of millions of dollars in settlement or to satisfy an adverse judgment;

b. costs incurred from compensation and benefits paid to the Individual Defendants, which compensation was based at least in part on Amyris's artificially-inflated stock price and inflated revenues; and

c. costs incurred from the loss of the Company's customers' confidence in Amyris services.

93. Moreover, these actions have irreparably damaged Amyris's corporate image and goodwill. For at least the foreseeable future, Amyris will suffer from what is known as the "liar's discount," a term applied to the stocks of companies who have been implicated in illegal behavior and have misled the investing public, such that Amyris's ability to raise equity capital or debt on favorable terms in the future is now impaired.

IX. DERIVATIVE AND DEMAND FUTILITY ALLEGATIONS

94. Plaintiff brings this action derivatively in the right and for the benefit of Amyris to redress injuries suffered, and to be suffered, by Amyris as a direct result of the Individual Defendants' breaches of fiduciary duty and unjust enrichment, as well as the aiding and abetting thereof, by the Individual Defendants. Amyris is named as a nominal defendant solely in a derivative capacity.

1 95. Plaintiff will adequately and fairly represent the interests of Amyris in
2 enforcing and prosecuting its rights.

3 96. Plaintiff was a shareholder of Amyris common stock at the time of the
4 wrongdoing of which Plaintiff complains and has been continuously since.

5 97. Plaintiff did not make a pre-suit demand on the Board to pursue this action,
6 because such a demand would have been a futile and wasteful act.

7 98. In compliance with CAL. CORP. CODE § 800(b)(2), Plaintiff has caused a true
8 and correct copy of this complaint to be delivered to Amyris before filing it with this Court.

9 99. The Board of Amyris currently consists of the following Defendants: Levinson,
10 Boisseau, Doerr, Duyk, Melo, Piwnica, Reinach, and three non-defendants.

11 **A. Demand Is Futile As To Defendant Melo**

12 100. Defendant Melo faces a substantial likelihood of liability for his individual
13 misconduct. Melo is a named defendant in a federal securities class action pending in this
14 Court alleging that he and the Company violated §10(b) of the Securities Exchange Act of
15 1934 and Rule 10b-5 when he disseminated or approved false statements.

16 101. If Defendant Melo pursued these derivative claims, then that would expose his
17 own misconduct in the class action for violations of the federal securities laws. This, in turn,
18 would impair the defense of the class action and greatly increase the probability of Defendant
19 Melo's personal liability in the class action. As such, Defendant Melo is fatally conflicted,
20 and therefore, unable to render a disinterested decision as to whether the Company should
21 pursue these derivative claims. Thus, demand is futile as to Defendant Melo.

22 102. Further, Defendant Melo sold shares of common stock for proceeds of over
23 \$6.4 million in 2011, taking advantage of the artificial inflation of the Company's stock price.

24 103. Defendant Melo cannot render an independent decision because he is and was a
25 high-ranking officer of Amyris during the Relevant Period when the wrongdoing occurred.
26 Defendant Melo has served as the Company's CEO throughout the Relevant Period. Thus,
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1 Defendant Melo is a current Company insider and therefore cannot independently consider a
2 demand.

3 104. Additionally, Defendant Melo is interested because he issued many of the false
4 and misleading statements. Defendant Melo therefore faces a substantial likelihood of liability
5 for breaching his fiduciary duties to Amyris shareholders. Consequently, Defendant Melo
6 cannot disinterestedly consider a demand.

7 **B. Demand Is Futile As To Defendant Boisseau**

8 105. According to the Company's 2012 Proxy Statement, Defendant Boisseau is not
9 an independent director under NASDAQ listing standards. This decision as to Boisseau's lack
10 of independence was made by the Board itself.

11 106. Defendant Boisseau cannot render an independent decision because he is an
12 officer of Total S.A., an affiliate of Total G&P, with which Amyris has a technology license,
13 development, research and collaboration agreement that involved annual payments exceeding
14 5% of the Company's yearly gross revenues.

15 107. Defendant Boisseau was designated to serve on the Board by Total G&P under
16 a letter agreement between Amyris and Total G&P. As of March 15, 2013, Total G&P
17 beneficially owned 13,617,212 shares of Amyris common stock, representing approximately
18 18.4% of the Company's outstanding common stock. In connection with the equity
19 investment by Total G&P, the Board agreed to appoint a person designated by Total G&P to
20 serve as a member of the Board, and that person is Defendant Boisseau.

21 108. Demand is futile as to Defendant Boisseau for the additional reason that he
22 faces a substantial likelihood of liability for breach of fiduciary duties for authorizing and/or
23 failing to correct materially misleading statements made by certain of the Individual
24 Defendants on behalf of Amyris. As a director of the Company, Defendant Boisseau has a
25 fiduciary duty to ensure that public material statements about and on behalf of Amyris are true,
26 and he has a duty to correct any such statement that is not true or is misleading. In this case,
27 Defendant Boisseau knew that numerous statements made by Melo and others – statements

1 made for the express purpose of inducing investment in the Company's stock – were
2 materially misleading. His failure to take corrective action was a breach of fiduciary duty.

3 109. However, if Defendant Boisseau claims not to have known about these
4 materially misleading statements, then this failure is also a breach of fiduciary duty. Biofene
5 is a core product of Amyris. If Defendant Boisseau did not know about these numerous
6 misleading statements about Biofene then he is liable for utterly abdicating his oversight
7 duties. Such pleas for “ostrich-like immunity” do not absolve Defendant Boisseau or any of
8 the other Director Defendants of liability.

9 **C. Demand Is Futile As To Defendant Doerr**

10 110. Defendant Doerr cannot render an independent decision because he is a
11 manager of the general partners of entities affiliated with KPCB Holdings, Inc. As of March
12 15, 2013, KPCB Holdings, Inc. as nominee for entities affiliated with Kleiner Perkins Caufield
13 & Byers, held 4,183,224 shares of Amyris common stock, which represented approximately
14 5.7% of the Company's outstanding common stock. In addition, as of March 15, 2013,
15 Defendant Doerr beneficially owned 6,996,090 shares of Amyris common stock (including
16 3,937,247 shares held by KPCB Holdings, Inc. as nominee, and 3,058,843 other shares
17 beneficially owned by Defendant Doerr, including shares issued directly to him and held by a
18 trust and an investment entity under Defendant Doerr's control), which represented
19 approximately 9.5% of Amyris's outstanding common stock.

20 111. Demand is futile as to Defendant Doerr for the additional reason that he faces a
21 substantial likelihood of liability for breach of fiduciary duties for authorizing and/or failing to
22 correct materially misleading statements made by certain of the Individual Defendants on
23 behalf of Amyris. As a director of the Company, Defendant Doerr has a fiduciary duty to
24 ensure that public material statements about and on behalf of Amyris are true, and he has a
25 duty to correct any such statement that is not true or is misleading. In this case, Defendant
26 Doerr knew that numerous statements made by Melo and others – statements made for the
27
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1 express purpose of inducing investment in the Company's stock – were materially misleading.
2 His failure to take corrective action was a breach of fiduciary duty.

3 112. However, if Defendant Doerr claims not to have known about these materially
4 misleading statements, then this failure is also a breach of fiduciary duty. Biofene is a core
5 product of Amyris. If Defendant Doerr did not know about these numerous misleading
6 statements about Biofene then he is liable for utterly abdicating his oversight duties. Such
7 pleas for “ostrich-like immunity” do not absolve Defendant Doerr or any of the other Director
8 Defendants of liability.

9 **D. Demand Is Futile As To Defendant Duyk**

10 113. Defendant Duyk cannot render an independent decision because he is a partner
11 of TPG Biotech, an affiliate of TPG Biotechnology Partners II, L.P. As of March 15, 2013,
12 TPG Biotechnology Partners II, L.P. beneficially owned 3,933,590 shares of Amyris common
13 stock, which represented approximately 5.3% of its outstanding common stock.

14 114. Demand is futile as to Defendant Duyk for the additional reason that he faces a
15 substantial likelihood of liability for breach of fiduciary duties for authorizing and/or failing to
16 correct materially misleading statements made by certain of the Individual Defendants on
17 behalf of Amyris. As a director of the Company, Defendant Duyk has a fiduciary duty to
18 ensure that public material statements about and on behalf of Amyris are true, and he has a
19 duty to correct any such statement that is not true or is misleading. In this case, Defendant
20 Duyk knew that numerous statements made by Melo and others – statements made for the
21 express purpose of inducing investment in the Company's stock – were materially misleading.
22 His failure to take corrective action was a breach of fiduciary duty.

23 115. However, if Defendant Duyk claims not to have known about these materially
24 misleading statements, then this failure is also a breach of fiduciary duty. Biofene is a core
25 product of Amyris. If Defendant Duyk did not know about these numerous misleading
26 statements about Biofene then he is liable for utterly abdicating his oversight duties. Such
27

1 pleas for “ostrich-like immunity” do not absolve Defendant Duyk or any of the other Director
2 Defendants of liability.

3 **E. Demand Is Futile As To Defendant Piwnica**

4 116. Defendant Piwnica cannot render an independent decision because she is the
5 founder of Naxos Capital Partners, which owns Naxyris SA, an investment vehicle which
6 purchased 1,730,103 shares of Amyris common stock in the February 2012 stock offering.
7 Naxos Capital Partners’ website notes that Amyris is one of Naxos’ “portfolio companies.”

8 117. Under a letter agreement in connection with the investment, Naxyris SA
9 designated Defendant Piwnica, who was already on the Board, to serve as a representative for
10 Naxyris SA.

11 118. Demand is futile as to Defendant Piwnica for the additional reason that he faces
12 a substantial likelihood of liability for breach of fiduciary duties for authorizing and/or failing
13 to correct materially misleading statements made by certain of the Individual Defendants on
14 behalf of Amyris. As a director of the Company, Defendant Piwnica has a fiduciary duty to
15 ensure that public material statements about and on behalf of Amyris are true, and he has a
16 duty to correct any such statement that is not true or is misleading. In this case, Defendant
17 Piwnica knew that numerous statements made by Melo and others – statements made for the
18 express purpose of inducing investment in the Company’s stock – were materially misleading.
19 His failure to take corrective action was a breach of fiduciary duty.

20 119. However, if Defendant Piwnica claims not to have known about these
21 materially misleading statements, then this failure is also a breach of fiduciary duty. Biofene
22 is a core product of Amyris. If Defendant Piwnica did not know about these numerous
23 misleading statements about Biofene then he is liable for utterly abdicating his oversight
24 duties. Such pleas for “ostrich-like immunity” do not absolve Defendant Piwnica or any of the
25 other Director Defendants of liability.

F. Demand Is Futile As To Defendant Reinach

120. Defendant Reinach cannot render an independent decision because he was an affiliate of the parent company of Lit Tele LLC during 2010 and continues to have a consulting relationship with such company. As of March 15, 2013, Lit Tele was the record owner of 1,463,793 shares of Amyris common stock, representing approximately 2.0% of the Company's outstanding common stock. Additionally, Defendant Reinach is the sole director of Sualk Capital Ltd, which purchased 170,397 shares of Amyris common stock in private placement offerings during 2012.

121. Demand is futile as to Defendant Reinach for the additional reason that he faces a substantial likelihood of liability for breach of fiduciary duties for authorizing and/or failing to correct materially misleading statements made by certain of the Individual Defendants on behalf of Amyris. As a director of the Company, Defendant Reinach has a fiduciary duty to ensure that public material statements about and on behalf of Amyris are true, and he has a duty to correct any such statement that is not true or is misleading. In this case, Defendant Reinach knew that numerous statements made by Melo and others – statements made for the express purpose of inducing investment in the Company's stock – were materially misleading. His failure to take corrective action was a breach of fiduciary duty.

122. However, if Defendant Reinach claims not to have known about these materially misleading statements, then this failure is also a breach of fiduciary duty. Biofene is a core product of Amyris. If Defendant Reinach did not know about these numerous misleading statements about Biofene then he is liable for utterly abdicating his oversight duties. Such pleas for "ostrich-like immunity" do not absolve Defendant Reinach or any of the other Director Defendants of liability.

G. Demand Is Futile As To Defendant Levinson

123. Defendant Levinson faces a substantial likelihood of liability for his breaches of fiduciary duty. He had a fiduciary duty to ensure that the Company's public filings with the SEC, press releases, and other public statements on behalf of the Company were true. Instead,

1 he knowingly or recklessly reviewed and authorized the publication of materially false and
2 misleading statements throughout the Relevant Period that caused the Company's stock to
3 trade at artificially inflated prices. This authorization of such statements and/or failure to
4 correct them constitutes a breach of fiduciary duty, for which Levinson faces a substantial
5 likelihood of liability. For this reason demand is futile.

6 124. However, if Defendant Levinson claims not to have known about these
7 materially misleading statements, then this failure is also a breach of fiduciary duty. Biofene
8 is a core product of Amyris. If Defendant Levinson did not know about these numerous
9 misleading statements about Biofene then he is liable for utterly abdicating his oversight
10 duties. Such pleas for "ostrich-like immunity" do not absolve Defendant Levinson or any of
11 the other Director Defendants of liability.

12 **H. Demand is Futile As To All Directors For Additional Reasons**

13 125. If Amyris's current officers and directors are protected against personal liability
14 for their breaches of fiduciary duties alleged in this Complaint by Directors & Officers
15 Liability Insurance ("D&O Insurance"), they caused the Company to purchase that insurance
16 for their protection with corporate funds, *i.e.*, monies belonging to the shareholders. However,
17 Plaintiff is informed and believes that the D&O Insurance policies covering the Individual
18 Defendants in this case contain provisions that eliminate coverage for any action brought
19 directly by Amyris against the Individual Defendants, known as the "insured versus insured
20 exclusion." As a result, if the Director Defendants were to sue themselves or certain of the
21 officers of Amyris, there would be no D&O Insurance protection, and thus, this is a further
22 reason why they will not bring such a suit. On the other hand, if the suit is brought
23 derivatively, as this action is brought, such insurance coverage exists and will provide a basis
24 for the Company to effectuate recovery. Therefore, the Director Defendants cannot be
25 expected to file the claims asserted in this derivative lawsuit because such claims would not be
26 covered under the Company's D&O Insurance policy.

1 126. Under the factual circumstances described herein, the Individual Defendants are
 2 more interested in protecting themselves than they are in protecting Amyris by prosecuting this
 3 action. Therefore, demand on Amyris and its Board is futile and is excused.

4 127. Amyris has been and will continue to be exposed to significant losses due to the
 5 Individual Defendants' wrongdoing. Yet, the Director Defendants have not filed any lawsuits
 6 against themselves or others who were responsible for the wrongful conduct. Thus, the
 7 Director Defendants are breaching their fiduciary duties to the Company and face a
 8 sufficiently substantial likelihood of liability for their breaches, rendering any demand upon
 9 them futile.

10 **COUNT I**

11 **Against The Individual Defendants For Breach Of Fiduciary Duty**

12 128. Plaintiff incorporates by reference and realleges each and every allegation
 13 contained above, as though fully set forth herein.

14 129. The Individual Defendants owed and owe Amyris fiduciary obligations. By
 15 reason of their fiduciary relationships, the Individual Defendants owed and owe Amyris the
 16 highest obligation of good faith, fair dealing, loyalty, due care, reasonable inquiry, oversight
 17 and supervision.

18 130. The Individual Defendants violated and breached their fiduciary duties of good
 19 faith, fair dealing, loyalty, due care, reasonable inquiry, oversight and supervision.

20 131. The Individual Defendants each knowingly, recklessly or negligently approved
 21 the issuance of false statements that misrepresented and failed to disclose material information
 22 concerning the Company. These actions could not have been a good faith exercise of prudent
 23 business judgment to protect and promote the Company's corporate interests.

24 132. As a direct and proximate result of the Individual Defendants' failure to
 25 perform their fiduciary obligations, Amyris has sustained significant damages. As a result of
 26 the misconduct alleged herein, the Individual Defendants are liable to the Company.

27 133. Plaintiff, on behalf of Amyris, has no adequate remedy at law.

COUNT II

Against The Individual Defendants For Unjust Enrichment

134. Plaintiff incorporates by reference and realleges each and every allegation contained above, as though fully set forth herein.

135. By their wrongful acts and omissions, the Individual Defendants were unjustly enriched at the expense of and to the detriment of Amyris.

136. The Individual Defendants were unjustly enriched as a result of the compensation they received while breaching their fiduciary duties owed to Amyris.

137. Plaintiff, as a shareholder and representative of Amyris, seeks restitution from Defendants and seeks an order from this Court disgorging all profits, benefits, and other compensation obtained by the Individual Defendants from their wrongful conduct and fiduciary breaches.

138. Plaintiff, on behalf of Amyris, has no adequate remedy at law.

COUNT III

Against The Individual Defendants For Waste of Corporate Assets

139. Plaintiff incorporates by reference and realleges each and every allegation contained above, as though fully set forth herein.

140. The wrongful conduct alleged regarding the issuance of false and misleading statements, was continuous, connected, and on-going throughout the Relevant Period. It resulted in continuous, connected, and on-going harm to the Company.

141. As a result of the misconduct described above, the Individual Defendants wasted corporate assets by: (i) by paying excessive compensation, bonuses, and termination payments to certain of its executive officers; (ii) awarding self-interested stock options to certain officers and directors; and (iii) incurring potentially hundreds of millions of dollars of legal liability and/or legal costs to defend Defendants' unlawful actions.

142. As a result of the waste of corporate assets, the Individual Defendants are liable to the Company.

1 143. Plaintiff, on behalf of Amyris, has no adequate remedy at law.

2
3 **COUNT IV**

4 **Against the Insider Selling Defendants for Breach of Fiduciary Duty for Insider Selling**
5 **and Misappropriation of Information**

6 144. Plaintiff incorporates by reference and realleges each and every allegation
7 contained above, as though fully set forth herein.

8 145. At the time the Insider Selling Defendants sold their Amyris stock, they knew
9 the information described above, and sold Amyris stock on the basis of such information.

10 146. The information described above was proprietary non-public information
11 concerning the Company's financial condition and future business prospects. It was a
12 proprietary asset belonging to the Company, which the Insider Selling Defendants used for
13 their own benefit when they sold Amyris stock.

14 147. At the time of his stock sales, the Insider Selling Defendants knew that Amyris
15 had received the FDA notice but had not yet disclosed the notice to the public. The Insider
16 Selling Defendants' sales of stock while in possession and control of this material adverse,
17 non-public information was a breach of his fiduciary duty of loyalty and good faith.

18 148. Since the use of the Company's proprietary information for their own gain
19 constitutes a breach of the Insider Selling Defendants' fiduciary duties, the Company is
20 entitled to the imposition of a constructive trust on any profits he obtained thereby.

21 149. Plaintiff, on behalf of Amyris, has no adequate remedy at law.

22 **COUNT V**

23 **Against the Insider Selling Defendants for Violation of Cal. Corp. Code § 25402**

24 150. Plaintiff incorporates by reference and realleges each and every allegation
25 contained above, as though fully set forth herein.

26 151. At the time the Insider Selling Defendants sold their Amyris common stock,
27 they were officers and/or directors of Amyris, positions which gave them access, directly or
28 indirectly, to material information about Amyris not generally available to the public.

1 152. The Insider Selling Defendants sold securities at a time when they knew
2 material information about Amyris – gained from their relationship with Amyris – which
3 would have significantly affected the market price of Amyris common stock and was not
4 generally available to the public.

5 153. The Insider Selling Defendants knew these facts were not intended to be
6 available to the public. Had such information been generally available to the public, it would
7 have significantly reduced the market price of Amyris common stock.

8 154. The Insider Selling Defendants had knowledge of material, adverse, non-public
9 information and sold their Amyris common stock in violation of California Corporations Code
10 § 25402.

11 155. The Insider Selling Defendants are liable for damages in an amount up to three
12 times the difference between the price at which the security was sold and the market value
13 which the security would have had at the time of the sale if the information known to the
14 Insider Selling Defendants had been publicly disseminated prior to that time and a reasonable
15 time had elapsed for the market to absorb the information – pursuant to California
16 Corporations Code § 25502.5.

17 156. On information and belief, Plaintiff alleges that Amyris has total assets in
18 excess of one million dollars and has a class of equity security held of record by 500 or more
19 persons.

20 157. The Insider Selling Defendants are also liable for reasonable attorney's fees and
21 costs under California Corporations Code § 25502.5.

22 **X. PRAYER FOR RELIEF**

23 WHEREFORE, Plaintiff demands judgment as follows:

24 A. Against all of the Individual Defendants for the amount of damages sustained
25 by the Company as a result of the Individual Defendants' breaches of fiduciary duties, unjust
26 enrichment, waste of corporate assets, and insider selling;

1 B. Directing Amyris to take all necessary actions to reform and improve its
 2 corporate governance and internal procedures to comply with applicable laws and to protect
 3 Amyris and its shareholders from a repeat of the damaging events described herein, including,
 4 but not limited to, putting forward for shareholder vote resolutions for amendments to the
 5 Company's By-Laws or Articles of Incorporation and taking such other action as may be
 6 necessary to place before shareholders for a vote the following corporate governance policies:

- 7 • a proposal to strengthen the Board's supervision of operations and
- 8 compliance with applicable state and federal laws and regulations;
- 9 • a proposal to strengthen the Company's insider trading controls;
- 10 • a proposal to strengthen the Company's internal reporting and financial
- 11 disclosure controls;
- 12 • a proposal to develop and implement procedures for greater shareholder
- 13 input into the policies and guidelines of the Board;
- 14 • a provision to permit the shareholders of Amyris to nominate at least
- 15 two candidates for election to the Board;
- 16 • a proposal to ensure the accuracy of the qualifications of Amyris's
- 17 directors, executives and other employees;
- 18 • a proposal to strengthen the Company's procedures for the receipt,
- 19 retention and treatment of complaints received by the Company
- 20 regarding internal controls; and
- 21 • a provision to appropriately test and then strengthen the Company's
- 22 internal operational control functions;

23 C. Awarding to Amyris restitution from the Individual Defendants, and each of
 24 them, and ordering disgorgement of all profits, benefits and other compensation obtained by
 25 the Individual Defendants;

26 D. Awarding to Plaintiff the costs and disbursements of the action, including
 27 reasonable attorneys' fees, accountants' and experts' fees, costs, and expenses; and

1 E. Granting such other and further relief as the Court deems just and proper

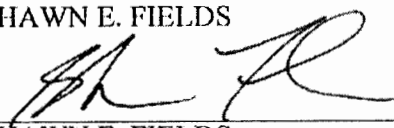
2 **XI. JURY DEMAND**

3 Plaintiff demands a trial by jury.

4
5 Dated: August 8, 2013

Respectfully submitted,

6 JOHNSON & WEAVER, LLP
7 FRANK J. JOHNSON
8 SHAWN E. FIELDS

9 
SHAWN E. FIELDS

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14 Attorneys for Plaintiff
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VERIFICATION

I, Steve Shannon, hereby verify that I am a shareholder of Amyris, Inc. (the "Company"), and am ready, willing, and able to pursue this action in the hope of improving the Company and recovering damages for the Company caused by the defendants' conduct. I have reviewed the allegations made in this Verified Shareholder Derivative Complaint and to those allegations of which I have personal knowledge I believe those allegations to be true. As to those allegations of which I do not have personal knowledge, I rely upon my counsel and their investigation and believe them to be true. Having received a copy of this Complaint, having reviewed it with my counsel, I hereby authorize its filing.

Date: 7-29-2013

A handwritten signature in black ink, appearing to read 'V. Shannon', is written over a horizontal line.

Steve Shannon